

BASIC QUALIFICATIONS

T56. Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) <u>Yes</u> <u>No</u> See Section II.B.
T57. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N) <u>Yes</u> <u>No</u>
T58. Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N) <u>Yes</u> <u>No</u>
T59. Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N) <u>Yes</u> <u>No</u>

ASSIGNOR OR TRANSFEROR CERTIFICATION

The **ASSIGNOR** or **TRANSFEROR** represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing <div style="text-align: center;">Joseph A. Bondi</div>	T61. Title <div style="text-align: center;">Chairman - Restructuring</div>
T62. Signature 	T63. Date <div style="text-align: center;">September 1, 1998</div>

ASSIGNEE OR TRANSFeree CERTIFICATION

~~The **ASSIGNEE** or **TRANSFeree** waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.~~

T64. The assignee or transferee is a (an) <u>(C)</u> <u>Individual</u> <u>Unincorporated Association</u> <u>Partnership</u> <u>Corporation</u>	
T65. Typed Name of Person Signing <div style="text-align: center;">Paul H. Kuzia</div>	T66. Title <div style="text-align: center;">Executive Vice President, Technology and Regulatory Affairs</div>
T67. Signature 	T68. Date

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S.Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

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See Section II.B				
T57.	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	<u>Yes</u>	<u>No</u>
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T60. Typed Name of Person Signing	T61. Title	
T62. Signature	T63. Date	

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T64. The assignee or transferee is a (an) (C) Individual Unincorporated Association Partnership Corporation			
T65. Typed Name of Person Signing	T66. Title		
Paul H. Kuzia	Executive Vice President, Technology and Regulatory Affairs		
T67. Signature	T68. Date		
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AUTHORIZATIONS TO BE TRANSFERED

MobileMedia PCS, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Personal Communications Service (CN). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KNKV214 KNKV220 KNKV226 KNKV232 KNKV238

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

FCC 490

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB
3009-0319
Est. Avg. Burden Hours
Per Response: 3 Hrs.FCC Use Only
(File Number)**Application for Assignment of Authorization
or Consent to Transfer of Control of Licensee**Commercial Mobile Radio Services
Rural Radiotelephone Service

FCC Use Only

FILING FEE

(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See associated	FCC Form 159		\$	

ASSIGNOR OR TRANSFEROR

T1. Name of Assignor or Transferor MobileMedia Corporation, Debtor-in-Possession		T2. Voice Telephone Number (201) 969-4692	
T3. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number (201) 969-4526	
T5. Mailing Street Address or P.O. Box One Executive Drive, Suite 500			
T6. City Fort Lee		T7. State NJ	T8. Zip Code 07024
T9. Name of Contact Representative (if other than Assignor or Transferor) Nancy J. Victory, Esq.		T10. Voice Telephone Number (202) 429-7388	
T11. Firm or Company Name Wiley, Rein & Fielding		T12. Fax Telephone Number (202) 429-7207	
T13. Mailing Street Address or P.O. Box 1776 K Street, N.W.			
T14. City Washington		T15. State D.C.	T16. Zip Code 20006

TYPE OF TRANSACTION

T17. This application requests (T) <u>Assignment of authorization</u> Consent to <u>Transfer of Control of Licensee</u>
T18. How will assignment or transfer of control be accomplished? (O*) <u>Sale</u> or other transfer or assignment of stock <u>Other</u> *See Section II.C.
T19. This assignment of authorization or transfer of control of licensee is (V) <u>Voluntary</u> <u>Involuntary</u>
T20. Will this be a <u>pro forma</u> assignment or transfer of control? (N) <u>Yes</u> <u>No</u>
T21. Is local or state authorization required for this assignment or transfer of control? (*) <u>Yes</u> <u>No</u> *Applicant will obtain all necessary state authorizations.

AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED

[illegible]

ASSIGNMENT OF STOCK

Stock	Number of Shares	Classification
Shares to be transferred	T27. See Section II.C.	T28.
Shares issued and outstanding	T29.	T30.
Shares authorized	T31.	T32.

ASSIGNEE OR TRANSFEREE

T33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.		(See also FCC Form 430 at Section VII.D.)		T34. Voice Telephone Number (508) 870-6700	
T35. Assumed Name Used for Doing Business (if any)				T36. Fax Telephone Number (508) 836-2760	
T37. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250					
T38. City Westborough				T39. State MA	T40. Zip Code 01581

NEW LICENSEE INFORMATION (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee MobileMedia License Co. L.L.C.		T42. Voice Telephone Number (201) 969-4692	
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number (201) 969-4526	
T45. Mailing Street Address or P.O. Box ATTN: Patricia A. Gray, Esq. One Executive Drive, Suite 500			
T46. City Fort Lee		T47. State NJ	T48. Zip Code 07024
T49. Taxpayer Identification Number TBD		T50. Internet or e-mail address pgray@mobilecomm.com	

ALIEN OWNERSHIP

T51. Is the assignee or transferee a foreign government or the representative of any foreign government?	(N)	Yes	No
T52. Is the assignee or transferee an alien or the representative of an alien?	(N)	Yes	No
T53. Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N)	Yes	No
T54. Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N)	Yes	No
T55. Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(N)	Yes	No

* If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.

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T62. Signature <div style="text-align: center; margin-top: 10px;"> </div>	T63. Date <div style="text-align: center; margin-top: 10px;">September 1, 1998</div>

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T65. Typed Name of Person Signing <div style="text-align: center; margin-top: 10px;">Paul H. Kuzia</div>	T66. Title <div style="text-align: center; margin-top: 10px;">Executive Vice President, Technology and Regulatory Affairs</div>
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See Section II.B				
T57.	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	Yes	No
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T65. Typed Name of Person Signing Paul H. Kuzia	T66. Title Executive Vice President, Technology and Regulatory Affairs
T67. Signature 	T68. Date AUG 26 1998
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AUTHORIZATIONS TO BE TRANSFERED

MobileMedia Paging, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Private Carrier Paging Service (GS). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KNNF600	KNNF607	KNNF614	KNNF627	KNNF628	KNNF629
KNNF630	KNNF631	KNNF632	KNNF633	KNNF904	KNNG394
KNNG395	KNNG396	KNNG414	KNNG415	KNNG416	KNNG417
KNNG418	KNNG419	KNNG421	KNNG422	KNNG423	KNNG425
KNNG430	KNNG431	KNNG434	KNNG435	KNNG438	KNNG440
KNNG441	KNNG442	KNNG443	KNNG444	KNNG879	KNNG885
KNNG888	KNNG895	KNNG901	KNNH442	KNNH758	KNNH766
KNNH767	KNNH768	KNNH827	KNNH828	KNNH829	KNNH830
KNNH831	KNNH832	KNNH833	KNNH835	KNNH836	KNNH837
KNNH838	KNNH839	KNNH840	KNNH841	KNNH842	KNNH852
KNNH853	KNNH854	KNNH855	KNNH857	KNNH858	KNNH863
KNNH865	KNNH867	KNNH869	KNNH870	KNNH872	KNNH873
KNNI291	KNNI295	KNNI296	KNNI297	KNNI303	KNNI308
KNNI309	KNNI337	KNNI338	KNNI339	KNNI340	KNNI341
KNNI345	KNNI346	KNNI347	KNNI356	KNNI357	KNNI358
KNNI359	KNNI601	KNNI602	KNNI603	KNNI604	KNNK450
KNNK751	KNNK759	KNNL536	KNNL546	KNNL547	KNNL555
KNNL556	KNNL557	KNNL559	KNNL560	KNNL568	KNNL569
KNNL573	KNNL574	KNNL575	KNNL576	KNNL577	KNNL578
KNNL579	KNNL580	KNNL783	KNNL784	KNNL785	KNNL791
KNNL792	KNNL798	KNNL799	KNNL800	KNNL814	KNNL815
KNNL816	KNNL817	KNNL819	KNNL820	KNNL821	KNNL822
KNNL823	KNNL824	KNNL825	KNNL828	KNNL829	KNNL830
KNNL832	KNNM393	KNNM394	KNNM395	KNNM418	KNNM419
KNNM424	KNNM425	KNNM429	KNNM430	KNNM432	KNNM433
KNNM434	KNNM435	KNNM437	KNNM438	KNNM439	KNNM440

AUTHORIZATIONS TO BE TRANSFERED

KNNM441	KNNM442	KNNM443	KNNM444	KNNM445	KNNM446
KNNM456	KNNM457	KNNM458	KNNM459	KNNM460	KNNM461
KNNM462	KNNM486	KNNM487	KNNM488	KNNM497	KNNM498
KNNM499	KNNM632	KNNM644	KNNM645	KNNM646	KNNM647
KNNM649	KNNM650	KNNM651	KNNM653	KNNM654	KNNM657
KNNM658	KNNM710	KNNM713	KNNM714	KNNM769	KNNM784
KNNM785	KNNM786	KNNM788	KNNM790	KNNM791	KNNM792
KNNM793	KNNM794	KNNM795	KNNM796	KNNM797	KNNM798
KNNM799	KNNM800	KNNN316	KNNN318	KNNN319	KNNN320
KNNN321	KNNP220	KNNP221	KNNP222	KNNP223	KNNP224
KNNP225	KNNP226	KNNP227	KNNP228	KNNP229	KNNP230
KNNP231	KNNP232	KNNP234	KNNP235	KNNP236	KNNP237
KNNP251	KNNP260	KNNP261	KNNP270	KNNP760	KNNP761
KNNP762	KNNP763	KNNP764	KNNP785	KNNP786	KNNP787
KNNP789	KNNP790	KNNP791	KNNP797	KNNP798	KNNP799
KNNP800	KNNP801	KNNP802	KNNP803	KNNP804	KNNP805
KNNP806	KNNP810	KNNP813	KNNP814	KNNP815	KNNP816
KNNP817	KNNP818	KNNP819	KNNP885	KNNP886	KNNP887
KNNP888	KNNP889	KNNP911	KNNP912	KNNP919	KNNP927
KNNP928	KNNQ299	KNNQ586	KNNQ601	KNNQ602	KNNR840
KNNR841	KNNR842	KNNR843	KNNR844	KNNR845	KNNR848
KNNR849	KNNR850	KNNR851	KNNR852	KNNR854	KNNR862
KNNR907	KNNR908	KNNR913	KNNR914	KNNR915	KNNR916
KNNR917	KNNR918	KNNR919	KNNU683	KNNU684	KNNU708
KNNU710	KNNU747	KNNU748	KNNU749	KNNU750	KNNV535
KNNV536	KNNV537	KNNV538	KNNV539	KNNV540	KNNV541
KNNV544	KNNV545	KNNV546	KNNV547	KNNV548	KNNV551
KNNV555	KNNV556	KNNV557	KNNV558	KNNV562	KNNV564
KNNV565	KNNV566	KNNV583	KNNV584	KNNV585	KNNV586
KNNV587	KNNV588	KNNV926	KNNW207	KNNW208	KNNW209

AUTHORIZATIONS TO BE TRANSFERED

KNNW210	KNNW211	KNNW212	KNNW213	KNNW214	KNNW215
KNNW216	KNNW217	KNNW220	KNNW222	KNNW223	KNNW232
KNNW233	KNNW234	KNNW235	KNNW236	KNNW241	KNNW242
KNNW243	KNNW244	KNNW245	KNNW246	KNNW247	KNNW248
KNNW249	KNNW250	KNNW251	KNNW252	KNNW253	KNNW254
KNNW255	KNNW273	KNNW274	KNNW843	WNIY819	WNZV216
WNZV227	WPAA336	WPAA339	WPAH385	WPAH386	WPAH388
WPAH390	WPBG882	WPBY675	WPBY677	WPBY679	WPBY684
WPBY685	WPBY686	WPBY687	WPBY688	WPBY691	WPBY692
WPBY693	WPBY698	WPBY699	WPBY701	WPBY702	WPBY703
WPBY708	WPBY709	WPBY710	WPBY711	WPBY712	WPBY713
WPBY714	WPBY717	WPBY726	WPCB986	WPCB987	WPCB988
WPCB989	WPCC233	WPCE310	WPCE311	WPCP986	WPCP988
WPCP989	WPCP990	WPCP991	WPCP992	WPCP994	WPCP998
WPCS872	WPCS877	WPCS878	WPCS901	WPCS903	WPDB843
WPDB857	WPDR408	WPDR409	WPDR410	WPDR412	WPDR413
WPDR414	WPDR415	WPDR702	WPDS559	WPDS563	WPDS576
WPDS580	WPDS587	WPDS591	WPDS990	WPDT224	WPDT314
WPDT318	WPDU518	WPDU554	WPDV202	WPDV219	WPDV222
WPDV234	WPDV238	WPDV265	WPDV267	WPDV270	WPDV274
WPDV275	WPDV276	WPDW403	WPDW404	WPEA276	WPEB341
WPEB342	WPEC429	WPED547	WPED549	WPED550	WPED603
WPEE609	WPEE634	WPEE635	WPEM578	WPEM579	WPEN426
WPEP251	WPEQ884	WPFH344	WPFJ528	WPFK263	WPFK268
WPFK282	WPFK326	WPFK330	WPFK334	WPFM200	WPFM202
WPFM355	WPFM364	WPFM407	WPFM616	WPFM620	WPFM624
WPFM660	WPFM679	WPFM696	WPFM798	WPFM993	WPFM997
WPFN241	WPFN432	WPFN956	WPFP252	WPFP256	WPFP285
WPFP306	WPFP310	WPFP314	WPFP327	WPFP333	WPFP337
WPFP923	WPFW834	WPFW841	WPFW884	WPFX238	WPFZ860

AUTHORIZATIONS TO BE TRANSFERED

WPFZ866	WPGI927	WPGJ902	WPGN518	WPGN519	WPGN520
WPGN521	WPGN522	WPGN523	WPGN524	WPGN525	WPGN526
WPGN527	WPGN528	WPGN530	WPGN531	WPGN532	WPGN533
WPGN534	WPGN535	WPGN537	WPGN538	WPGN540	WPGN542
WPGN543	WPGN544	WPGN545	WPGN546	WPGN547	WPGN548
WPGN549	WPGN550	WPGN551	WPGN552	WPGN553	WPGN554
WPGN555	WPGN669	WPGN670	WPGN671	WPGN672	WPGN673
WPGN675	WPGN676	WPGN678	WPGN679	WPGN680	WPGN681
WPGN682	WPGN684	WPGN685	WPGN686	WPGN687	WPGN688
WPGN689	WPGN691	WPGN694	WPGN698	WPGN699	WPGQ476
WPGQ480	WPGQ488	WPGQ512	WPGQ516	WPGQ532	WPGR617
WPGR642	WPGR654	WPGR934	WPGR938	WPGT385	WPGT386
WPGU250	WPGU251	WPGU252	WPGU254	WPGU404	WPGV294
WPGZ606	WPGZ614	WPGZ865	WPHB630	WPHB951	WPHC470
WPHD729	WPHD730	WPHD933	WPHE333	WPHF583	WPHG463
WPHG464	WPHG465	WPHG467	WPHG468	WPHG835	WPHG855
WPHG859	WPHG906	WPHG945	WPHG949	WPHG989	WPHJ388
WPHN404	WPHN412	WPHN685	WPHN693	WPHT419	WPHT916
WPHU615	WPHW466	WPHX438	WPHX444	WPHX445	WPHX449
WPHX450	WPHX453	WPHX454	WPHX457	WPHX461	WPHX463
WPHX467	WPHX472	WPHX477	WPHX482	WPHX491	WPHX495
WPHX499	WPHX503	WPHX507	WPHX511	WPHX515	WPHX523
WPHY795	WPHY812	WPHY814	WPHY815	WPHY817	WPHY818
WPHY823	WPHY833	WPHZ326	WPHZ327	WPHZ330	WPHZ331
WPHZ358	WPHZ894	WPHZ898	WPHZ906	WPHZ986	WPHZ998
WPIA786	WPIA787	WPIA790	WPIA792	WPIA793	WPIA794
WPIA795	WPIA797	WPIA798	WPIA799	WPIA801	WPIA802
WPIA804	WPIB368	WPIB601	WPIB605	WPIB609	WPIB625
WPIB629	WPIB680	WPIB684	WPIB691	WPIB692	WPIB693
WPIB713	WPIB714	WPIB715	WPIB724	WPIB736	WPIB737

AUTHORIZATIONS TO BE TRANSFERED

WPIB741	WPIB742	WPIB743	WPIB744	WPIB746	WPIB749
WPIB750	WPIB754	WPIB755	WPIB756	WPIB758	WPIB776
WPIC372	WPIC373	WPIC376	WPIC378	WPIC379	WPIC380
WPIC404	WPIC409	WPIC434	WPIC435	WPIC437	WPIC439
WPIC455	WPIC456	WPIC457	WPIC458	WPIC459	WPIC460
WPIC461	WPIC462	WPIC463	WPIC850	WPIC852	WPIC855
WPIC856	WPIC857	WPIC860	WPIC861	WPIC866	WPIC867
WPIC888	WPIC889	WPIC890	WPIC891	WPIC892	WPIC894
WPIC896	WPIC897	WPIC898	WPIC899	WPIC900	WPIC904
WPIC905	WPIC906	WPIC907	WPIC922	WPIC923	WPIC924
WPIC925	WPIC926	WPIC928	WPIC929	WPIC931	WPIC932
WPIC939	WPIC940	WPIC942	WPIC943	WPIE883	WPIE887
WPIE890	WPIE891	WPIE917	WPIE919	WPIE920	WPIE921
WPIE943	WPIE944	WPIE945	WPIE946	WPIE947	WPIE948
WPIF389	WPIF413	WPIF417	WPIF725	WPIF730	WPIF752
WPIF753	WPIF754	WPIF755	WPIF756	WPIF758	WPIF759
WPIF762	WPIF844	WPIF846	WPIF847	WPIF966	WPIF968
WPIF969	WPIF970	WPIF971	WPIG285	WPIG295	WPIG629
WPIG630	WPIG631	WPIG632	WPIG633	WPIG634	WPIG684
WPIG686	WPIH583	WPIH584	WPIH585	WPIH591	WPIH611
WPIH613	WPIH674	WPIH976	WPIH991	WPIH992	WPIH997
WP11227	WP11229	WP11230	WP11231	WP11235	WP11741
WPIJ403	WPIK838	WPIK842	WPIK846	WPIM212	WPIM213
WPIM214	WPIM226	WPIM227	WPIM246	WPIM281	WPIM282
WPIM283	WPIM284	WPIM285	WPIM286	WPIM287	WPIM311
WPIM605	WPIM612	WPIM637	WPIM740	WPIM786	WPIP421
WPIP425	WPIP429	WPIP907	WPIP908	WPIP961	WPIP962
WPIT391	WPIT972	WPIQ285	WPIT226	WPIT385	WPIT389
WPIT393	WPIT397	WPIT401	WPIT405	WPIT409	WPIT413
WPIT417	WPIT421	WPIT425	WPIT429	WPIT462	WPIT615

AUTHORIZATIONS TO BE TRANSFERED

WPIT619	WPIT875	WPIT878	WPIT879	WPIT882	WPIT883
WPIT886	WPIU324	WPIU329	WPIU330	WPIU331	WPIU869
WPIW586	WPIW944	WPIW945	WPIW948	WPIW949	WPIW952
WPIW960	WPIW984	WPIW992	WPIW996	WPIX200	WPIX204
WPIX208	WPIX212	WPIX216	WPIX220	WPIX222	WPIX228
WPIX232	WPIX236	WPIX530	WPIX534	WPIX543	WPIX547
WPIX555	WPIX559	WPIX563	WPIX567	WPIX571	WPIX575
WPIX607	WPIX621	WPIX651	WPIX655	WPIX683	WPIX686
WPIX687	WPIX690	WPIX691	WPIX694	WPIX695	WPIX698
WPIX699	WPIX702	WPIX703	WPIX706	WPIX707	WPIX711
WPIY203	WPIY211	WPIY215	WPIY219	WPIY264	WPIY282
WPIY294	WPIY422	WPIY423	WPIY429	WPIY430	WPIY434
WPIY436	WPIY437	WPIY438	WPIY439	WPIY441	WPIY442
WPIY444	WPIY452	WPIY460	WPIY461	WPIY462	WPIY463
WPIY465	WPIY467	WPIY473	WPIY474	WPIY475	WPIY476
WPIY477	WPIY799	WPIY807	WPIY811	WPIY814	WPIY815
WPIY818	WPIY822	WPIY823	WPIY827	WPIY831	WPIY835
WPIY839	WPIY842	WPIY843	WPIY983	WPIZ214	WPIZ215
WPIZ216	WPIZ217	WPIZ224	WPIZ237	WPIZ238	WPIZ239
WPIZ240	WPIZ241	WPIZ242	WPIZ243	WPIZ245	WPIZ247
WPIZ248	WPIZ254	WPIZ255	WPIZ361	WPIZ380	WPIZ381
WPIZ384	WPIZ385	WPIZ389	WPIZ392	WPIZ393	WPIZ407
WPIZ411	WPIZ414	WPIZ415	WPIZ418	WPIZ419	WPIZ422
WPIZ434	WPIZ436	WPIZ437	WPIZ441	WPIZ443	WPIZ447
WPIZ450	WPIZ451	WPIZ454	WPIZ455	WPIZ461	WPIZ465
WPIZ471	WPIZ475	WPIZ479	WPIZ483	WPIZ487	WPIZ491
WPIZ495	WPIZ499	WPIZ500	WPIZ503	WPIZ507	WPIZ508
WPIZ511	WPIZ515	WPIZ519	WPIZ523	WPIZ527	WPIZ551
WPIZ625	WPIZ626	WPIZ628	WPIZ948	WPIZ949	WPJI810
WPJI874	WPJI988	WPJI989	WPJI990	WPJJ325	WPJJ326

AUTHORIZATIONS TO BE TRANSFERED

WPJJ327	WPJJ328	WPJJ329	WPJJ434	WPJJ435	WPJJ436
WPJJ437	WPJJ439	WPJJ440	WPJJ441	WPJJ442	WPJJ443
WPJJ499	WPJK322	WPJK380	WPJK381	WPJK383	WPJL532
WPJL538	WPJM264	WPJM265	WPJM266	WPJM269	WPJM270
WPJM272	WPJM273	WPJM274	WPJM275	WPJM276	WPJM277
WPJM278	WPJM279	WPJM281	WPJM282	WPJM283	WPJQ454
WPJQ573	WPJQ600	WPJS452	WPJU465	WPJW455	WPKA896
WPKA914	WPKA915	WPKA925	WPKA926	WPKA927	WPKA930
WPKA931	WPKA933	WPKA935	WPKB602	WPKB603	WPKB605
WPKC409	WPKC414	WPKC561	WPKC998	WPKD292	WPKD294
WPKD297	WPKD341	WPKD389	WPKD625	WPKD626	WPKD627
WPKD628	WPKD629	WPKD701	WPKD702	WPKD703	WPKD704
WPKH941	WPKH953	WPKL507	WPKN906	WPKN908	WPKN911
WPLR767	WPLR768				

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

FCC 490

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB
2000-0310
Est. Avg. Burden Hours
Per Response 3 hrs.FCC Use Only
(File Number)Application for Assignment of Authorization
or Consent to Transfer of Control of LicenseeCommercial Mobile Radio Services
Rural Radiotelephone Service

FCC Use Only

FILING FEE

(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See associated	FCC Form 159		\$	

ASSIGNOR OR TRANSFEROR

T1. Name of Assignor or Transferor MobileMedia Corporation, Debtor-in-Possession		T2. Voice Telephone Number (201) 969-4692	
T3. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number (201) 969-4526	
T5. Mailing Street Address or P.O. Box One Executive Drive, Suite 500			
T6. City Fort Lee		T7. State NJ	T8. Zip Code 07024
T9. Name of Contact Representative (if other than Assignor or Transferor) Nancy J. Victory, Esq.		T10. Voice Telephone Number (202) 429-7388	
T11. Firm or Company Name Wiley, Rein & Fielding		T12. Fax Telephone Number (202) 429-7207	
T13. Mailing Street Address or P.O. Box 1776 K Street, N.W.			
T14. City Washington		T15. State D.C.	T16. Zip Code 20006

TYPE OF TRANSACTION

T17. This application requests (T) Assignment of authorization Consent to Transfer of Control of Licensee
T18. How will assignment or transfer of control be accomplished? (O*) Sale or other transfer or assignment of stock Other *See Section II.C.
T19. This assignment of authorization or transfer of control of licensee is (V) Voluntary Involuntary
T20. Will this be a <u>pro forma</u> assignment or transfer of control? (N) Yes No
T21. Is local or state authorization required for this assignment or transfer of control? (*) Yes No *Applicant will obtain all necessary state authorizations.

AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED

[illegible]

ASSIGNMENT OF STOCK

Stock	Number of Shares	Classification
Shares to be transferred	T27. See Section II.C.	T28.
Shares issued and outstanding	T29.	T30.
Shares authorized	T31.	T32.

ASSIGNEE OR TRANSFEREE

T33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.		(See also FCC Form 430 at Section VII.D.)		T34. Voice Telephone Number (508) 870-6700
T35. Assumed Name Used for Doing Business (if any)				T36. Fax Telephone Number (508) 836-2760
T37. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250				
T38. City Westborough			T39. State MA	T40. Zip Code 01581

NEW LICENSEE INFORMATION (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee MobileMedia License Co. L.L.C.		T42. Voice Telephone Number (201) 969-4692		
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number (201) 969-4526		
T45. Mailing Street Address or P.O. Box ATTN: Patricia A. Gray, Esq. One Executive Drive, Suite 500				
T46. City Fort Lee		T47. State NJ	T48. Zip Code 07024	
T49. Taxpayer Identification Number TBD		T50. Internet or e-mail address pgray@mobilecomm.com		

ALIEN OWNERSHIP

T51. Is the assignee or transferee a foreign government or the representative of any foreign government?	(N) <u>Yes</u> <u>No</u>
T52. Is the assignee or transferee an alien or the representative of an alien?	(N) <u>Yes</u> <u>No</u>
T53. Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N) <u>Yes</u> <u>No</u>
T54. Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N) <u>Yes</u> <u>No</u>
T55. Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(N) <u>Yes</u> <u>No</u>

* If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.

BASIC QUALIFICATIONS

T56. Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) Yes No See Section II.B.
T57. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N) Yes No
T58. Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N) Yes No
T59. Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N) Yes No

ASSIGNOR OR TRANSFEROR CERTIFICATION

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing <div style="text-align: center; margin-top: 10px;">Joseph A. Bondi</div>	T61. Title <div style="text-align: center; margin-top: 10px;">Chairman - Restructuring</div>
T62. Signature <div style="text-align: center; margin-top: 10px;"> </div>	T63. Date <div style="text-align: center; margin-top: 10px;">September 1, 1998</div>

ASSIGNEE OR TRANSFeree CERTIFICATION

~~The ASSIGNEE or TRANSFeree waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.~~

T64. The assignee or transferee is a (an) (C) <u>Individual</u> <u>Unincorporated Association</u> <u>Partnership</u> <u>Corporation</u>	
T65. Typed Name of Person Signing <div style="text-align: center; margin-top: 10px;">Paul H. Kuzia</div>	T66. Title <div style="text-align: center; margin-top: 10px;">Executive Vice President, Technology and Regulatory Affairs</div>
T67. Signature	T68. Date

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

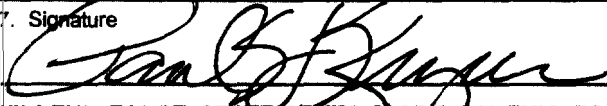
BASIC QUALIFICATIONS

T56. Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N)	<u>Yes</u>	<u>No</u>
See Section II.B			
T57. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	<u>Yes</u>	<u>No</u>
T58. Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N)	<u>Yes</u>	<u>No</u>
T59. Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N)	<u>Yes</u>	<u>No</u>

ASSIGNOR OR TRANSFEROR CERTIFICATION

<p>The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.</p>		
T60. Typed Name of Person Signing	T61. Title	
T62. Signature	T63. Date	

ASSIGNEE OR TRANSFeree CERTIFICATION

<p>The ASSIGNEE or TRANSFeree waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.</p>		
T64. The assignee or transferee is a (an) (C) Individual <u>Unincorporated Association</u> Partnership Corporation		
T65. Typed Name of Person Signing Paul H. Kuzia	T66. Title Executive Vice President, Technology and Regulatory Affairs	
T67. Signature 	T68. Date AUG 26 1998	
<p>WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</p>		

AUTHORIZATIONS TO BE TRANSFERED

MobileMedia Paging, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Business Radio Service (IB/IG). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KL7419	KNHJ817	WNCS726	WNFU264	WNIJ374	WNPH376
WNYV568	WPKK568	WPKK570	WPKK574	WRS208	WSO781

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

FCC 490

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB
3000-0319
Est. Arg. Burden Hours
Per Response 3 Hrs.

FCC Use Only
(File Number)

Application for Assignment of Authorization or Consent to Transfer of Control of Licensee

Commercial Mobile Radio Services
Rural Radiotelephone Service

FCC Use Only

FILING FEE

(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See associated	FCC Form 159		\$	

ASSIGNOR OR TRANSFEROR

T1. Name of Assignor or Transferor MobileMedia Corporation, Debtor-in-Possession		T2. Voice Telephone Number (201) 969-4692	
T3. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number (201) 969-4526	
T5. Mailing Street Address or P.O. Box One Executive Drive, Suite 500			
T6. City Fort Lee		T7. State NJ	T8. Zip Code 07024
T9. Name of Contact Representative (if other than Assignor or Transferor) Nancy J. Victory, Esq.		T10. Voice Telephone Number (202) 429-7388	
T11. Firm or Company Name Wiley, Rein & Fielding		T12. Fax Telephone Number (202) 429-7207	
T13. Mailing Street Address or P.O. Box 1776 K Street, N.W.			
T14. City Washington		T15. State D.C.	T16. Zip Code 20006

TYPE OF TRANSACTION

T17. This application requests (T) <u>Assignment of authorization</u> Consent to <u>Transfer of Control of Licensee</u>
T18. How will assignment or transfer of control be accomplished? (O*) <u>Sale or other transfer or assignment of stock</u> <u>Other</u> *See Section II.C.
T19. This assignment of authorization or transfer of control of licensee is (V) <u>Voluntary</u> <u>Involuntary</u>
T20. Will this be a <u>pro forma</u> assignment or transfer of control? (N) <u>Yes</u> <u>No</u>
T21. Is local or state authorization required for this assignment or transfer of control? (*) <u>Yes</u> <u>No</u> *Applicant will obtain all necessary state authorizations.

AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED

[illegible]

ASSIGNMENT OF STOCK

Stock	Number of Shares	Classification
Shares to be transferred	T27. See Section II.C.	T28.
Shares issued and outstanding	T29.	T30.
Shares authorized	T31.	T32.

ASSIGNEE OR TRANSFEREE

T33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.		(See also FCC Form 430 at Section VII.D.)		T34. Voice Telephone Number (508) 870-6700	
T35. Assumed Name Used for Doing Business (if any)				T36. Fax Telephone Number (508) 836-2760	
T37. Mailing Street Address or P.O. Box 800 West Park Drive, Suite 250					
T38. City Westborough				T39. State MA	T40. Zip Code 01581

NEW LICENSEE INFORMATION (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee MobileMedia License Co. L.L.C.		T42. Voice Telephone Number (201) 969-4692	
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number (201) 969-4526	
T45. Mailing Street Address or P.O. Box ATTN: Patricia A. Gray, Esq. One Executive Drive, Suite 500			
T46. City Fort Lee		T47. State NJ	T48. Zip Code 07024
T49. Taxpayer Identification Number TBD		T50. Internet or e-mail address pgray@mobilecomm.com	

ALIEN OWNERSHIP


T51. Is the assignee or transferee a foreign government or the representative of any foreign government?	(N)	Yes	No
T52. Is the assignee or transferee an alien or the representative of an alien?	(N)	Yes	No
T53. Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N)	Yes	No
T54. Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N)	Yes	No
T55. Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(N)	Yes	No

* If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.

BASIC QUALIFICATIONS

T56. Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) Yes No See Section II.B.
T57. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N) Yes No
T58. Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N) Yes No
T59. Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N) Yes No

ASSIGNOR OR TRANSFEROR CERTIFICATION

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.	
T60. Typed Name of Person Signing Joseph A. Bondi	T61. Title Chairman - Restructuring
T62. Signature 	T63. Date September 1, 1998

ASSIGNEE OR TRANSFeree CERTIFICATION

The ASSIGNEE or TRANSFeree waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.	
T64. The assignee or transferee is a (an) (C) Individual <u>Unincorporated Association</u> Partnership Corporation	
T65. Typed Name of Person Signing Paul H. Kuzia	T66. Title Executive Vice President, Technology and Regulatory Affairs
T67. Signature	T68. Date
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S.Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).	